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August 22, 1994

File Ref: FID 246004330
Ozaukee County
HW/CA

Mr. Craig Bostwick
Corporate Manager, Environmental & Safety
Cook Composites & Polymers
919 E. 14th Avenue
North Kansas City, MO 64116

SUBJECT: Plan Modification Approval to Impose State Equivalent
Corrective Action at the
Cook Composites & Polymers (CCP) Saukville WI Facility
WID 980615439

Dear Mr. Bostwick:

Enclosed for your review, please find a copy of the modification to the plan of operation approval for the existing hazardous waste incinerator at CCP's Saukville, Wisconsin plant. Provisions for state authorized corrective action are included in this modification. Comments received in writing from CCP on January 10, 1994 have been considered and included in this final version, as appropriate.

As part of finalizing this modification, we have also reviewed the document entitled "Crosswalk between draft RFI workplan and WDNR guidance document for hazardous waste facility investigations," which was submitted by CCP and received by the Department on February 18, 1994. The purpose of this document was to identify what information had been previously submitted, where that information can be found and to summarize what additional information needs to be submitted to satisfy the Department's guidance. Based on our review of the crosswalk document, we have concluded that there is enough information currently available to allow us to complete a formal review of the RFI workplan. Therefore, condition 1 of the draft plan modification has been eliminated. Condition 2 of the draft plan modification will be included with the formal approval of the RFI workplan.

It is our intent to issue a formal response to the RFI workplan within the next few weeks. Our review will cover all applicable reports identified in the crosswalk document and will be issued in draft form to allow CCP the opportunity to provide comments. This approach should allow for implementation of the additional field work this year and submittal of the CMS early in 1995.

We have added three additional conditions to the attached modification based on comments received at the public hearing held on April 28, 1994 in the Saukville Village Hall. Condition 2 requires that CCP revise or develop a new community relations plan in consultation with the Village of Saukville. Condition 3 requires that CCP submit copies of reports, engineering plans, correspondence and other pertinent submittals related to the requirements of corrective action to the Saukville Village Administrator. The intent of this condition is to make available to the Village information regarding activities at the plant pertaining to environmental cleanup and remediation. Under the requirements of condition 3, CCP does not waive its right to submit certain information to the Department pursuant to a claim of trade secrets or confidentiality. Finally, condition 4 requires that the existing proof of financial responsibility be maintained. In addition, requirements for updated cost estimates and a new financial proof mechanism have been added.

If you have any questions, please call Jill Fermanich at (608) 266-5741.

Sincerely,



Barbara J. Zellmer, Chief
Hazardous Waste Management Section
Bureau of Solid & Hazardous Waste Management

BJZ:jjf

enclosure

cc: Mark Gordon - SW/3
Pete Flaherty - LC/5
Tim Mulholland/Jill Fermanich - SW/3
~~Walt Ebersohn/Pat Brady - SED~~
Laura Lodisio/Robert Smith - U.S. EPA Region 5, HRE/8J
Jean Gromnicki - U.S. EPA Region 5, HRM/7J
Chuck Slaustas - U.S. EPA Region 5, HRP/8J
Jim Rickun/Stacy McAnulty - RMT, Inc., Madison
Jeffery Knight - Village of Saukville, WI president

BEFORE THE
STATE OF WISCONSIN
DEPARTMENT OF NATURAL RESOURCES

MODIFICATION
TO THE
PLAN OF OPERATION APPROVAL

COOK COMPOSITES AND POLYMERS COMPANY
HAZARDOUS WASTE INCINERATOR
FID 246004430
U.S. EPA I.D. NO.: WID980615439

FINDINGS OF FACT

General Information

Owner/Operator: Cook Composites and Polymers Company
919 E. 14th Avenue
North Kansas City, MO 64116
(816) 391-6000

Contact: Mr. Craig Bostwick
(816) 391-6025

Location: The former incinerator, storage area and existing incinerator are at Cook Composites and Polymers' Saukville, Wisconsin facility. Church Street bounds the site to the north, South Main Street to the east, West Linden Street to the south, and the Chicago Milwaukee St. Paul Pacific Railroad to the west.

Consultant: RMT, Inc.
744 Heartland Trail
Madison, WI 53708-8923
(608)831-4444
James S. Rickun, Project Manager

The Department finds that:

1. Cook Composites and Polymers Company purchased Freeman Chemical Corporation on April 2, 1990 from its former parent company, Georgia Gulf Corporation. On December 31, 1990, Freeman Chemical Corporation changed its legal operating name to Cook Composites and Polymers. All references to Cook Composites and Polymers in this document refer to the same facility, either under the present or former names.
2. Cook Composites and Polymers Company (CCP) owns and operates a synthetic resin manufacturing facility at 340 Railroad Street, Saukville, Ozaukee

County, Wisconsin. The four waste streams that may be generated at the facility consist of the following:

- a. Reaction water a.k.a. Acid Water (D001): Reaction water includes toluene, ethylbenzene and phenol.
- b. Solvents (F003 and D001): Rinse solvent consisting of xylene and other hydrocarbons, and process solvents, including xylene and toluene.
- c. Clean Up Wastes (U-listed wastes).
- d. Waste Resins (D001): Test samples, rejected resins, and filter cake.

These waste streams are collected and properly disposed of by CCP.

3. Cook Composites and Polymers Company owns and operates a hazardous waste incinerator in the NE 1/4, Section 35, T11N, R21E, Saukville Township, Village of Saukville, Wisconsin.
4. A Feasibility Report and Plan of Operation for Freeman Chemical Corporation was conditionally approved by the Department on February 9, 1988. A final hazardous waste operating license was issued to the facility on June 1, 1989.
5. Since the facility began operations in 1948, releases of hazardous wastes and hazardous constituents, including raw materials, resins and by-products have occurred. The potential major contributing sources of volatile organic compounds (VOCs) to groundwater consist of the following five areas of concern.

* Area 1 - Former Urethane Laboratory/Hazardous Waste Incinerator

Used to burn reaction water from 1968 to 1989. As a result of incinerator operations, spills, and laboratory disposal of spent solvents, elevated levels of benzene, toluene, ethylbenzene and xylene (BTEX) are present in soils in this area.

* Area 2 - Former Dry Well

Used from approximately 1952 through 1968 to dispose of reaction water as approved by the Wisconsin Division of Water Pollution Control (WDWPC, 1952). The well consisted of a pit with sand and gravel base. The well was remediated in 1986 by removing the lid and concrete blocks that comprised the well and pumping the remaining fluid and excavating the remaining sludge in the well. The excavation was then filled with clean road bond size gravel.

* Area 3 - Former Tank Storage Area

Originally supported on a stone base bermed with earth. Although the tanks did not leak, spills may have occurred during tank filling. Currently, this area is occupied both by new tank and storage containment structures, and by the hazardous waste incinerator/small storage facility.

* Area 4 - Logeman Property (off-site)

An air curtain incinerator, consisting of an 8 to 10 foot deep concrete pit, was formerly operated in this area. This pit is presently covered by a wooden platform. The incinerator was used in the past primarily to burn diatomaceous earth. Reaction water was used occasionally to quench the fires, and cracks in the concrete pit may have allowed releases to the ground. An ash pile, covered with 60 ft² of soil in 1972, is also located on the property. The ash was produced during operation of the air curtain incinerator.

* Area 5 - Churchyard (off-site)

This area may have been affected by the past disposal practices at Area 1. Past overland flow of spent solvents may have migrated onto a small section of the churchyard. Freeman (now CCP) addressed past tanker spills (two occurrences in the 1970's) that resulted in overland flow from the facility to the adjacent churchyard by removing sod and excavating soil.

6. In 1979, trace organic chemicals and an "acid water" odor were identified in the municipal water supply in Saukville. City well #2, located approximately 600 feet northwest of the facility, was found to be contaminated and was removed from municipal use. Groundwater samples from this well contained detectable levels of benzene, toluene, trichloroethylene and xylene. CCP has continued to use city well #2 as a source of noncontact cooling water. This water is eventually discharged to the Milwaukee River under a WPDES permit.
7. The Laubenstein warehouse property is located immediately west of CCP's facility. From 1965 through 1971, the Laubenstein warehouse was occupied by Northern Signal Company, an electrical parts manufacturer. In the early 1970's, Waters Instruments, Inc. purchased the stock of Northern Signal Company, and plant operations moved to Rochester, Minnesota. J&T, a roofing company, currently occupies the building.
8. The Laubenstein well was cased to 30 feet and was an open hole to its depth of 450 feet. Geophysical studies showed that the well casing was damaged. Also, the well was unprotected at the surface for a long period of time. The condition of the well allowed contaminated shallow groundwater to flow downwards into the dolomite. The well was used previously by a dairy and possibly by other operations located at the

site. Freeman Chemical Company (CCP) repaired the well in the fall of 1986 by installing and grouting a new casing to a depth of 104 feet.

9. Hazardous waste constituents have also been detected in the deep dolomite aquifer (100 to 500 feet below the land surface). In 1984, a packer was placed in the Laubenstein well to isolate the upper 100 feet. The lower portion of the well was then pumped at 50 gpm for five days. TCE was consistently detected at about 0.012 mg/l through the test, indicating that contaminants have spread into the deep dolomite aquifer. City well #2 has shown trace levels (usually less than 0.001 mg/l) of TCE and other hazardous waste constituents.
10. TCE has been found in monitoring wells on CCP's facility. According to Northern Signal Company's June 25, 1981, response to a U.S. EPA request for information, while Northern Signal occupied the Laubenstein property, they used TCE for degreasing metal parts and disposed of waste TCE sludge on the Laubenstein property grounds.
11. Several groundwater monitoring wells were installed at CCP during 1983 to 1986. Groundwater samples taken from these wells document that Preventive Action Limits (PALs) and Enforcement Standards (ESs) for substances of health and welfare concern have been attained or exceeded at the point of standards application in both the glacial deposits and bedrock below the facility.
12. Certain corrective measures have been undertaken as interim measures at CCP. The interim measures began in May, 1986 under WDNR approval and include: three Ranney collection systems and seven dewatering wells in the glacial deposits; four six-inch diameter withdrawal wells installed in the shallow dolomite; and one deep dolomite withdrawal well. In addition, the majority of the site was paved with concrete, and a surface runoff collection system was installed.
13. On October 21, 1987, a three party Administrative Order on Consent was signed by representatives of Freeman, the WDNR and U.S. EPA Region 5. This order required continuing corrective measures to prevent or reduce the release or migration of hazardous waste or hazardous constituents to the groundwater, surface water, and soil in and around Freeman's facility.
14. The Scope of Work for investigations at CCP contained six Tasks: Task 1 (Description of Past and Current Conditions); Task 2 (Schedules); Task 3 (Support Plans); Task 4 (Work to be Performed); Task 5 (Evaluation of Groundwater Collection System); and Task 6 (Reports). Task 1 was approved in 1986, and Task 3 is currently under review by the EPA and WDNR. Task 5 is on-going with submittal to the USEPA and WDNR of quarterly groundwater monitoring results and the annual groundwater evaluation report.
15. On April 24, 1992, the U.S. EPA authorized the State of Wisconsin to implement the RCRA corrective action program to address releases from solid waste management units at facilities which require a license.

16. On December 18, 1992 the Department sent a letter to EPA which requested that funding be provided under the Great Lakes Initiative to allow the Department to impose state equivalent corrective action at CCP in order to move the project forward in a timely manner.
17. On May 25, 1993, EPA responded to the December 18, 1992 letter and indicated that the Department could use state authority to impose corrective action by modifying CCP's plan approval or license.
18. In a letter dated August 30, 1993, CCP requested that State take the regulatory lead for corrective action at the Saukville facility.
19. Glacial till, glaciolacustrine, and glaciofluvial deposits overlie dolomite bedrock at Saukville. Unconsolidated deposits range from approximately 10 to 25 feet in thickness. In general, sand, silt, and clay are present near the land surface and overlie a laterally continuous layer of lake sediments (varved silts and clays). Dense glacial till exists beneath the lacustrine deposits in the north and east portions of the property. Beneath the till and lacustrine deposits is a thin layer of glacial outwash over the bedrock surface.
20. Soil borings and seismic refraction surveys show the bedrock surface at the site to be pinnacled with occasional deep, narrow, closed depressions (possibly sink holes). A deep depression in the bedrock, filled with more than 150 feet of clay, silt and sand, is in the northeast corner of CCP's facility. At four locations the bedrock (Niagara dolomite) was cored to a depth of 65 to 85 feet. The cores show that the dolomite is severely solutioned and highly fractured.
21. Available information concerning the site indicates a complex natural hydrogeologic setting that is also influenced by pumping activities conducted at the site as interim corrective measures and surrounding municipal water supply wells.

CONCLUSIONS OF LAW

1. The Department has authority pursuant to 144.735 Wis. Stats. and s. NR 635.17, Wis. Adm. Code, to require corrective action to address releases from solid waste management units.
2. The Department has the authority to require a response under s. 160.23, Wis. Stats., and s. NR 140.24, Wis. Adm. Code, if a preventive action limit for a substance of health and welfare concern has been attained or exceeded at a point of standards application.
3. The Department has the authority to require a response under s. 160.25, Wis. Stats., and s. NR 140.26, Wis. Adm. Code, if an enforcement standard for a substance of health or welfare concern has been attained or exceeded at a point of standards application.
4. The Department has authority to approve or modify a feasibility and plan of operation pursuant to ss. NR 680.06 and NR 680.07, Wis. Adm. Code.

DETERMINATION

Based on the Findings of Fact and Conclusions of Law, the Department determines that CCP's hazardous waste feasibility report and plan of operation approval are hereby modified, subject to compliance with chs. 600 through 685, Wis. Adm. Code and the following conditions. The Department retains jurisdiction either to require the submittal of additional information or to further modify this determination at any time.

CONDITIONS

1. CCP shall implement further environmental investigation to define degree and extent of contamination in accordance with Departmental review and approval of the RFI workplan (Draft site investigation and continuing interim measures workplan, crosswalk and associated documents).
2. CCP shall develop a community relations plan, as required in Task 1, in consultation with the Village of Saukville. The plan shall be submitted to the Department within 60 days from the date of this letter.
3. CCP shall submit copies of pertinent reports, engineering plans, correspondence and other submittals pertaining to corrective action to the Village of Saukville Administrator at the same time that the documents are submitted to the Department.
4. Within 60 days after the date the Department approves the RFI workplan (e.g., the draft site investigation and continuing interim measures workplan and the "Crosswalk" and associated documents), CCP shall provide detailed cost estimates for completing the remaining work associated with the RFI and the entire CMS phase of the project. The costs shall be in current year dollars and be broken out on a per unit basis. The costs shall be based on a third-party performing the work.

CCP shall establish proof of financial responsibility ensuring the availability of funds for compliance with these corrective action requirements in accordance with s. 144.443(2)(c), Stats. The proof of financial responsibility shall be established using a mechanism allowable under Wisconsin law in effect at the time the proof mechanism is established. Proof of financial responsibility shall be submitted to the Department by April 1, 1995.

CCP shall annually update the corrective action cost estimate to adjust for inflation and to reflect any changes in the approved investigation or remediation at the facility, beginning in 1996. These updated corrective action cost estimates shall be submitted to the Department no later than 60 days before the anniversary of the date the initial proof of financial responsibility for corrective action was established. Whenever the cost estimate increases to an amount greater than the amount of the then-current financial responsibility mechanism, CCP shall submit proof that the financial responsibility mechanism has been

increased to an amount adequate to cover the new cost estimate. This proof shall be submitted to the Department within 60 days after the new cost estimate is approved by the Department.

NOTIFICATION OF APPEAL RIGHTS

If you believe that you have a right to challenge this decision, you should know that Wisconsin statutes and administrative rules establish time periods within which requests to review Department decisions must be filed. For judicial review of a decision pursuant to sections 227.52 and 227.53, Stats., you have 30 days after the decision is mailed or otherwise served by the Department, to file your petition with the appropriate circuit court and serve the petition on the Department. Such a petition for judicial review shall name the Department of Natural Resources as the respondent.

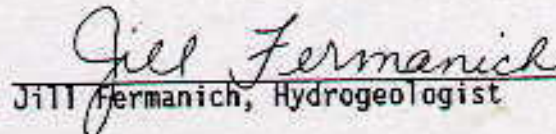
This notice is provided pursuant to section 227.48(2), Stats.

Dated: AUG 22 1994

DEPARTMENT OF NATURAL RESOURCES
For the Secretary



Barbara J. Zellmer, Chief
Hazardous Waste Management Section
Bureau of Solid & Hazardous Waste Management



Jill Fermanich, Hydrogeologist